IN THE HIGH COURT OF JUDICATURE AT BOMBAY

ORDINARY ORIGINAL CIVIL JURISDICTION

COMPANY PETITION NO. 121 OF 2005

CONNECTED WITH

COMPANY APPLICATION NO. 704 OF 2004

In the matter of petition under
Sections 391 and 394 of the
Companies Act, 1956.

And

In the matter of the
Scheme of arrangement between
Gestetner (India) Limited
(Transferor Company and Ricoh India
Limited) (Transferee Company).

Ricoh India Limited. .. Petitioner.

Mr. A.Y. Bookwala i/by Bhaishankar Kanga &
Girdharlal for petitioner.

Mr. C.J. Joy with R.C. Master & M.M. Goswami,
Panel Counsel i/by Dr. T.C. Kaushik
for Regional Director, Dept. of Company
Affairs, Maharashtra, Mumbai.

CORAL : S.U.KAMDAR, J.

DATE : 8th APRIL, 2005.

P.C.

1. The present scheme is for amalgamation under sections 391 and 394 of the Companies Act 1956 between the petitioner company with Gestetner (India) Limited. The petition of the transferee company is already sanctioned being Petition NO. 69 of 2005 by the Calcutta High Court by an order dated 5.4.2005. The present petition is also for reduction in the share capital as contended in para. 25. The same is required to be done by restructuring of the share capital of the transferee company. The Regional Director has filed his affidavit. He has no objection. In view thereof, the present petition is made absolute in terms of prayer clauses (a) (b) (e) and (e).

2. The petitioner would pay costs of Rs.2,500/- each to the Regional Director.